

**CITY OF MOUNTAIN VIEW  
MEMORANDUM**

DATE: May 13, 2010

TO: City Council

FROM: Peter Gilli, Zoning Administrator  
Randal Tsuda, Community Development Director

SUBJECT: MAY 18, 2010 STUDY SESSION—PRECISE PLAN AMENDMENTS AND  
DEVELOPMENT PROJECT FOR 455 SAN ANTONIO ROAD

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**PURPOSE**

Staff is requesting Council input regarding proposed Precise Plan amendments and a mixed-use development project for 455 San Antonio Road.

**REQUEST**

The request has two components. The first component is a request for Precise Plan amendments to the San Antonio Center P(9) Precise Plan by Mike Grehl of Merlone Geier and Mike Couch of San Antonio Center, LLC. These amendments would apply to the entire 56-acre shopping center except for those that are specifically noted to apply to a subset of the center.

The second component is the "Development Project" that consists of a Planned Community Permit, Provisional Use Permit, Development Review Permit and Heritage Tree Removal Permit for a new mixed-use development on 11.1 acres of the San Antonio Shopping Center at the northeast corner of El Camino Real and San Antonio Road by Mike Grehl of Merlone Geier. The Development Project will be discussed first in this report.

**BACKGROUND AND ANALYSIS**

Merlone Geier owns approximately 15 acres of the San Antonio Shopping Center that is split by a San Francisco Public Utilities Commission Hetch-Hetchy easement:

- The "South Parcel" is about 10 acres and currently has Sears, Rite Aid and several other smaller stores;

- The "North Parcel" is about 5 acres and has the Sears Tire Center; and
- The Hetch-Hetchy easement is about 1 acre without any buildings.

Current Proposal: "South Parcel" Plan from Spring 2010

In early 2010, Merlone Geier informed staff that the North Parcel would no longer be part of the project because there were delays in getting the business deal with the potential tenant worked out. The current plans (see Attachment 1) show the redevelopment of the 11-acre South Parcel only with 139,300 square feet of new retail or restaurant area with 584 parking spaces and 325 residential units with 446 parking spaces. When the business deal with the North Parcel is finalized, a separate application will be submitted to review that development. The North Parcel development is being included in the proposed Precise Plan amendments and the associated traffic generation will be studied at a programmatic level in the Environmental Impact Report (EIR).

Table 1 shows a comparison of development concepts that Merlone Geier has submitted to the City since July 2009:

**TABLE 1  
COMPARISON OF DEVELOPMENT PLANS**

		<b>Proposed Project</b>		
	"Full Retail" (Summer 2009) Attachment 2	"Main Street" (Fall 2009) Attachment 3	"South Parcel" (Spring 2010) Attachment 4	"South Parcel" + Future North Parcel
<b>Acres</b>	16	16	11	16
<b>South Parcel</b>				
New Retail Building				
(A) Area (sf)	269,300	269,300	136,200	136,200
Residential Units	0	0	325	325
<b>North Parcel</b>				
New Retail Building				
(B) Area (sf)	175,000	12,000	0	175,000
Residential Units	0	400	0	0
<b>Total New Retail</b>				
(A + B) <b>Building Area (sf)</b>	444,300	281,300	136,200	311,200
<b>Retail Building Area</b>				
(C) <b>Demolished (sf)</b>	214,000	214,000	192,250	214,000
<b>Net Increase in</b>				
(A + B) - (C) <b>Retail Building Area</b>				
<b>(sf)</b>	230,300	67,300	-56,050	97,200
<b>Components</b>				
	Big Box Grocer Drug Store 3 Large Tenants Small tenants Gas Station Podium parking	Grocer Drug Store 3 Large Tenants Small tenants Podium parking Main Street Residential	Grocer Drug Store Small tenants Partial Main Street Residential	Big Box Grocer Drug Store Small tenants Main Street Residential

#### Land Uses:

The current General Plan intends the San Antonio Shopping Center to be a regional commercial destination. In the General Plan 2030 Visioning Meetings, the community stated that the center should maintain its role as a regional retail destination while allowing for additional resident-serving retail and housing. Residential uses can complement the retail uses on-site, but the focus should remain on the center being a regional commercial center.

As shown in Table 1 above, the proposed "South Parcel" project results in a net reduction of retail building area. Under the plan, 192,250 square feet of existing retail area would be demolished and 139,300 square feet of retail area and 325 residential units would be built, for a net reduction of 56,000 square feet of retail space. When the North Parcel is eventually developed, the overall project will have a net increase of about 100,000 square feet of retail area compared to existing conditions. While this project would revitalize the center, staff also notes that the proposed Safeway and Rite Aid stores would replace existing stores in the area and, therefore, are not introducing new retailers to the City's economic mix.

To remain consistent with the overall goals of the General Plan and balance the amount of demolished commercial area, staff recommends that language be added to the Precise Plan to specifically not allow additional residential units on the North Parcel. This will ensure that the North Parcel is developed as retail. Merlone Geier states that they have every intention of building retail space on the North Parcel and they do not object to limiting residential units to the 325 units currently proposed on the South Parcel. In addition, staff has prepared Alternative 8 (which will be discussed later in this report) that would incorporate an additional retail building, in addition to making changes to the internal street system.

#### Spring 2010 Plan Details

At this time, the focus of staff's analysis is on the site plan and building massing. Architectural design and details are not being reviewed until the framework of the project is finalized.

The spring 2010 plan includes the following:

- 65,000 square foot Safeway with rooftop parking, with a parking field between the building and San Antonio Road. Staff will work with the applicant to ensure that ground-level views of the rooftop parking deck are completely screened.
- 17,200 square foot Rite Aid with its side elevation and one aisle of parking along El Camino Real, a drive-up pharmacy window along the rear.
- 10,100 square feet of small retail tenant space in two buildings at the corner of El Camino Real and San Antonio Road.

- Three mixed-use buildings with a total of 325 units, with 15 studio units, 231 one-bedroom units and 79 two-bedroom units with one parking space provided per bedroom. The buildings are bounded by a strong pattern of internal streets and wide sidewalks with residential parking in an underground garage.
  - *Building 1:* Ground floor with 17,000 square feet of restaurants fronting the new Main Street and four stories of residential with 51 units above with a height of 68'.
  - *Building 2:* Ground floor with 12,000 square feet of retail facing south toward the Safeway parking field and four stories of residential with 52 units above with a height of 68'.
  - *Building 3:* Ground floor with 18,000 square feet of retail spaces, most of which face the Main Street with four stories of residential with 222 units above with a height of 70'. This building includes a 10,000 square foot terrace as a common open space area.
- The podium parking deck shown in the summer and fall 2009 plans is completely removed. This allows for better opportunities to develop circulation connections with adjacent properties and will also allow for significantly more trees and landscaping on the site.
- Several new circulation routes have been provided through the site, providing connections between public streets, the Main Street and internal destinations. These routes allow two-way vehicular traffic, with ample room for bicycles and wide sidewalks for pedestrians.
- The Main Street concept remains but is unfinished because the North Parcel is not part of the project.

#### Precise Plan Amendments and EIR

The following Precise Plan amendments are being studied to allow the development of the Merlone Geier site as well as expansion opportunities for the San Antonio Center, LLC, which owns 34 acres, including Wal-Mart, Kohl's, 24-Hour Fitness and Trader Joe's. In summary, the Precise Plan will include the following amendments:

- Allowance of residential uses as a Provisional Use and development potential for up to 325 residential units on the South Parcel (to allow the Merlone Geier project).

- Establish a residential parking requirement of one parking space per bedroom for the proposed residential use.
- Allowance for up to 175,000 square feet of retail area and no residential units on the North Parcel. Development of the North Parcel would require a separate development application, but the environmental impacts of this additional area will be studied at a programmatic level in the EIR.
- Allowance for up to 100,000 square feet of additional retail, restaurant or office area for the remaining 41 acres of the shopping center. The adjacent property owners have not requested residential units; therefore, none are proposed to be allowed. If, through the General Plan, the City determines that the center could have additional residential units, a future Precise Plan amendment can be processed. Development on adjacent parcels using the 100,000 square feet of retail area would require a separate development application, but the environmental impacts of this additional area will be studied at a programmatic level in the EIR.
- Reduced building setbacks along public streets and between properties (to allow the Merlone Geier project and similar development throughout the center).
- Allowance of a drive-up pharmacy window as a provisional use.
- Establish a Master Circulation Plan to provide a clear and logical network for vehicles, bicycles and pedestrian throughout the center (Merlone Geier has prepared a draft plan—see Attachment 1, Sheet A21).
- Establish special signage regulations and other potential unifying design elements for the center.

The current plan set (see Attachments 1 and 4) has been developed to respond to a combination of market factors and City direction. Some of the changes made to respond to City concerns have resulted in new issues or have not completely resolved the original issue. Some compromises may be necessary to achieve the overall project, which will be discussed in the Analysis section of this report.

### Street Frontages

Creating vibrant, active, pedestrian-friendly street frontages throughout the project is essential to the success of this project. The project has a combination of very promising opportunities, areas where further study and refinement are needed, and areas of concern.

- A. South Side of Main Street (See Attachment 5). The southern edge of the Main Street has all the necessary pieces to become an active, engaging pedestrian experience similar to Castro Street. Storefronts are located close to the street with wide sidewalks, convenient angled parking and a large open space in close proximity. The north-south internal roadway that intersects the Main Street also provides a strong pedestrian environment. Restaurants that locate in these areas will have ample room for outdoor seating. The design of this area has improved with each iteration of the plan.
- B. North Side of Main Street (See Attachment 5). Since the North Parcel development is not occurring at this time, it is not known what the northern edge of the Main Street will look like. It is critical that the north side of the Main Street complement the pedestrian amenities on the south side. The fall 2009 plans (see Attachment 3) show an example of a pedestrian-friendly streetscape for the north side, with the same angled parking, wide sidewalks and storefront spaces that exist on the south side. Staff recommends that the Precise Plan include specific language about the importance of the Main Street streetscape for the North Parcel.
- C. Residential Lobbies (See Attachment 5). The residential lobbies of each building are located at the "T" intersection east of the San Antonio Road /Fayette Drive signalized intersection. As a result, the residents of each of these buildings will all walk around or through this "T" intersection whenever they leave their building on foot, creating the potential for significant pedestrian activity.
- D. Ground-Level Interest Near "T" Intersection (See Attachment 5). The internal street leading from the Fayette Drive intersection to the "T" intersection referenced above is also an area where further study is needed. The ground level along this street will be the back side of the retail and restaurant spaces of Buildings 1 and 2. This area should be designed to incorporate storefronts and minimize the appearance of loading and service areas.
- E. Corner Plaza (See Attachment 5). The corner plaza at San Antonio Road and El Camino Real has the potential to be a special space. The design includes sufficient screening to ensure the plaza will be a usable and comfortable area for sitting and potentially dining.

F. Public Street Frontages with Parking Fields (See Attachment 5). The remainder of the San Antonio Road and El Camino Real frontages consist of buildings behind parking fields. While the landscaping proposed is attractive, the parking fields prevent the public from seeing the pedestrian activity that occurs at the storefront of Safeway and Rite Aid, which is a fundamental urban design issue and is part of the Grand Boulevard Initiative. It is not clear that there are feasible alternatives for improving the situation given the large size of the Safeway and Rite Aid tenant spaces:

- *Move the Safeway Storefront Closer to San Antonio Road (See Alternative 6):* The Safeway building can be moved up to San Antonio Road so that the storefront is clearly visible to the public. Parking could be placed behind the building. However, Safeway would make their primary entrance on the parking lot side opposite the public street, which would result in a relatively blank wall along San Antonio Road. Even if the City required Safeway to build a second entrance with storefronts on San Antonio Road, this entrance would not be used often, which defeats the purpose of bringing the pedestrian activity closer to the street.
- *Turn the Safeway 90 Degrees and Place the Entrance of One of the Corners Close to San Antonio Road (see Alternative 7):* Turning the building could result in the main entrance being closer and, thus, more visible from the street. Doing so would significantly disrupt the on-site circulation network, and the Safeway building would become a major barrier. The large size of the Safeway tenant space makes this approach problematic. Unless the City Council requires Merlone Geier to limit the size of tenant spaces in this area to 25,000 square feet or less, this approach is not advised.
- *Maintain the General Location of the Parking Field, But Include Street Grid and Improve Pedestrian and Vehicular Circulation (See Alternative 8):* First, design the north-south driveway in front of Safeway and Rite-Aid to look and feel like a street instead of a driveway. Straighten out the alignment and add sidewalks on both sides with street trees. This will give the public the perception that Safeway is on a street, even though it is an internal street within the project. Also, place a new building in the parking field to reinforce the pedestrian network while reducing the width of the parking field to a level that may be acceptable. Another benefit of this plan is that the realigned access point from San Antonio Road will better align with the entrance to the parking deck above Safeway. Staff recommends that this approach be pursued, and Merlone Geier is looking into the feasibility of this.



Rite Aid's relationship to El Camino Real is another concern. The building is closer to the street than in the original plans that had a gas station, but an aisle of parking still separates Rite Aid from El Camino Real. This is similar to the Whole Foods in Los Altos, which has an aisle of parking in front of it, but Whole Foods has the front entrance with all of the related activity facing El Camino Real. In the case of Rite Aid, the entrance is at the building corner, and the side of the building faces El Camino Real. As with the Safeway building, the best solution appears to be to work with the proposed layout and improve the situation as much as possible. Significant storefront windows on the side of the building facing El Camino Real could improve the situation.

### Integrated Circulation

The current plan provides improved connections with adjacent properties. The following areas should be improved (see Attachment 5):

- Transition of the Main Street concept to the rest of the center to the east. It is not expected that the adjacent owner will continue the open space element, but the streetlike treatment may be accomplished.
- The alignment of the connection adjacent to Trader Joe's must be improved.
- Eventual development of the North Parcel must maintain strong connections with the northern properties.

### Building Setbacks and Heights (Building Envelope)

Other than Safeway and Rite Aid, proposed buildings are located with minimal front setbacks. Reduced setbacks are supported because they provide opportunities to bring pedestrian activity closer to the street, thereby creating more active streetscapes. Based on the overall character of the City, a building that is more than three-stories with minimal front setbacks will likely create too much visual mass to be accepted by the community. Staff and the Development Review Committee will work with the applicant to determine whether the taller mixed-use residential buildings along San Antonio Road should have the upper levels set back to soften the visual mass of the building.

### Sustainability

Merlone Geier is proposing sustainable elements to the project. At this point, the details have not been resolved. In addition to typical sustainable construction practices and materials, the larger building rooftops provide opportunities for green roofs, solar

panels (particularly on shade structures for rooftop parking on Safeway) and usable open spaces for rooftops of residential buildings.

### Process

A Development Review Committee (DRC) meeting was held on May 5, 2010 to review the proposed plans and provide comments. DRC comments have been integrated into the staff analysis in this report. In addition, the DRC recommended a physical model of the project to aid in the review of the massing and design. The DRC meeting was a noticed meeting, and about a dozen members of the public attended.

Staff has developed an aggressive schedule for the review of the project, which is highly dependent on City staff and Merlone Geier meeting critical milestones and turnaround times. Several City departments are relied upon to review the proposed project. In particular, significant resources are being drawn from Planning (Community Development Department) and Land Development—Engineering (Public Works).

Upcoming public hearings include:

- June 16, 2010—Environmental Planning Commission—EIR Scoping Meeting to receive input on environmental issues that should be studied in the EIR.
- June 16, 2010—Development Review Committee—review of revised drawings.
- August 5, 2010—Development Review Committee—review of revised drawings.
- August 27, 2010—Estimated date that the Draft EIR will be available for public review.
- October 6, 2010—Environmental Planning Commission hearing on the Draft EIR.
- November 17, 2010—Development Review Committee—final review of project plans.
- January 2011—Distribution of the Final EIR.
- February 2011—Environmental Planning Commission hearing on the Precise Plan and Final EIR.
- February 2011—Administrative Zoning hearing on the project and Final EIR.
- March 2011—City Council hearing on the Precise Plan, Project and Final EIR.

## **CONCLUSION**

This report does not include discussion of architectural design or details because it focuses on larger issues of site design and circulation. Staff will work with Merlone Geier to develop a high-quality architectural design as we continue in the process.

Staff believes the final plan must have a strong, legible pedestrian circulation network with pathways and connections to the streets, neighboring properties and within the project itself, consistent with past Council direction (see Attachments 9 and 10).

Council comment is requested on the overall plan, land use mix and proposed Precise Plan amendments. Also, Council comments on the specific staff recommendations described in this report will help finalize the design:

1. Limit residential units to approximately 325 on the South Parcel;
2. Require that the North Parcel be developed as retail;
3. Add Precise Plan language that the north side of the Main Street should complement the pedestrian-friendly design of the south side, and consider requiring the north-side improvements be completed by Merlone Geier in conjunction with the construction of the south side of the Main Street;
4. Accept the general location of Safeway, but incorporate significant modifications to the site plan to improve the pedestrian and vehicular circulation and mitigate the appearance of the parking area along San Antonio Road as shown in Attachment 8;
5. Accept the aisle of parking between El Camino Real and the Rite Aid building, but design the Rite Aid building to provide significant storefront windows along the side elevation.
6. Incorporate sustainable features, including, but not limited to, green roofs, solar panels on shade structures on the rooftop parking deck and usable open space for residential rooftops;
7. Improve connections with neighboring sites; and
8. Study step-backs for upper levels of the mixed-use buildings along San Antonio Road.

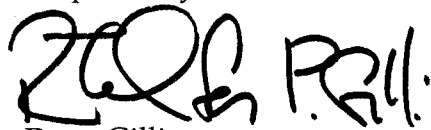
**ALTERNATIVE**

Direct Merlone Geier to significantly change the Safeway and/or Rite Aid frontages to provide enhanced streetscapes along San Antonio Road and El Camino Real. In addition, any Council input on an issue not raised in this report is encouraged.

**PUBLIC NOTICING**

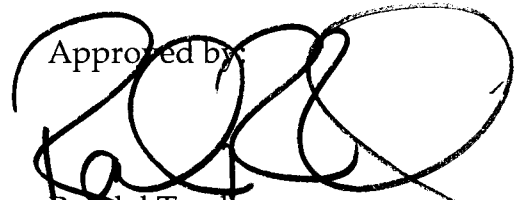
Mailed notices were sent to all property owners within 1,000' of the San Antonio Shopping Center.

Prepared by:




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Approved by:



Randal Tsuda  
Community Development Director



Kevin C. Duggan  
City Manager

PG/8/CAM  
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- Attachments:
1. Plan Set
  2. Comparative Site Plans—Summer 2009
  3. Comparative Site Plans—Fall 2009
  4. Comparative Site Plans—Spring 2010
  5. Illustrative Site Plan
  6. Alternative Site Plan 1
  7. Alternative Site Plan 2
  8. Alternative Site Plan 3
  9. Staff Report from September 22, 2009 Study Session
  10. Minutes from September 22, 2009 Study Session